

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of New York
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Mercon Brasil Comércio de Café Ltda.

2. All other names debtor used in the last 8 years Mercon Brasil

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN)

4. Debtor's address

Principal place of business

Alameda do Café, 209 - 1° andar,
Number Street

Jardim Andere - CEP 37.026-400

Varginha/MG, Brasil

City State ZIP Code

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL) www.merconcoffeegroup.com

Debtor Mercon Brasil Comércio de Café Ltda.
Name

Case number (if known) _____

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*4 2 4 5**8. Under which chapter of the Bankruptcy Code is the debtor filing?***Check one:*

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor Mercon Brasil Comércio de Café Ltda. Case number (if known) _____
Name

9. **Were prior bankruptcy cases filed by or against the debtor within the last 8 years?** ☒ No
☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
If more than 2 cases, attach a separate list. District _____ When _____ Case number _____
MM / DD / YYYY

10. **Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?** ☐ No
☒ Yes. Debtor See attached Relationship _____
District _____ When _____
MM / DD / YYYY
List all cases. If more than 1, attach a separate list. Case number, if known _____

11. **Why is the case filed in this district?** *Check all that apply:*
☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. **Does the debtor own or have possession of any real property or personal property that needs immediate attention?** ☒ No
☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
Why does the property need immediate attention? *(Check all that apply.)*
☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
☐ It needs to be physically secured or protected from the weather.
☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
☐ Other _____

Where is the property? _____
Number Street

City State ZIP Code

Is the property insured?
☐ No
☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

Debtor Mercon Brasil Comércio de Café Ltda.
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors (on a consolidated basis)

- | | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input checked="" type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets (on a consolidated basis)

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities (on a consolidated basis)

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

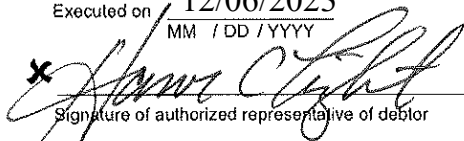
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/06/2023
MM / DD / YYYY


Signature of authorized representative of debtor

Harve Light

Printed name

Title Chief Restructuring Officer

Debtor Mercon Brasil Comércio de Café Ltda.
Name

Case number (if known) _____

18. Signature of attorney

X /s/ Blaire Cahn

Signature of attorney for debtor

Date 12/06/2023

MM / DD / YYYY

Blaire Cahn

Printed name

Baker & McKenzie LLP

Firm name

452 Fifth Avenue

Number Street

New York

City

NY

State

10012

ZIP Code

212-626-4695

Contact phone

blaire.cahn@bakermckenzie.com

Email address

4737276

Bar number

NY

State

SCHEDULE 1

Pending Bankruptcy Cases Filed by the Debtors in this Court

On the date hereof, each of the affiliated entities listed below (collectively, the “Debtors”) filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code, in the United States Bankruptcy Court for the Southern District of New York. Contemporaneously herewith, the Company is filing a motion requesting the joint administration of these chapter 11 cases for procedural purposes only under the case number assigned to Mercon Coffee Corporation.

1. Agro International Holding B.V.
2. Cisa Export S.A.
3. Comercial Internacional de Granos de Honduras, S.A. de C.V.
4. Comercial Internacional Exportadora Sociedad Anónima or
Comercial Internacional Exportadora, S.A.
5. Distribuidora de Granos de Nicaragua, Sociedad Anónima
6. Mercafe Vietnam LTD.
7. Mercapital de Nicaragua, Sociedad Anónima or Mercapital de Nicaragua, S.A.
8. Mercon B.V.
9. Mercon Brasil Comércio de Café Ltda.
10. Mercon Coffee Corporation
11. Mercon Guatemala, S.A.

Paul J. Keenan Jr. (*pro hac vice* pending)
John R. Dodd (*pro hac vice* pending)
Reginald Sainvil (*pro hac vice* pending)
Baker & McKenzie LLP
1111 Brickell Avenue, 10th Floor
Miami, FL 33130
Telephone: 305-789-8900
Facsimile: 305-789-8953
Email: paul.keenan@bakermckenzie.com
john.dodd@bakermckenzie.com
reginald.sainvil@bakermckenzie.com

Blaire Cahn
Baker & McKenzie LLP
452 Fifth Avenue
New York, NY 10018
Telephone: 212-626-4695
Facsimile: 212-310-1695
Email: blaire.cahn@bakermckenzie.com

*Proposed Counsel for the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: Chapter 11

MERCON BRASIL COMÉRCIO DE CAFÉ LTDA., CASE NO.

Debtor.

_____ /

LIST OF EQUITY SECURITY HOLDERS

Name and Address	% Equity Interest
Mercon B.V. De Ruijterkade 142, 1011 AC Amsterdam, the Netherlands	100%

Paul J. Keenan Jr. (*pro hac vice* pending)
John R. Dodd (*pro hac vice* pending)
Reginald Sainvil (*pro hac vice* pending)
Baker & McKenzie LLP
1111 Brickell Avenue, 10th Floor
Miami, FL 33130
Telephone: 305-789-8900
Facsimile: 305-789-8953
Email: paul.keenan@bakermckenzie.com
john.dodd@bakermckenzie.com
reginald.sainvil@bakermckenzie.com

Blaire Cahn
Baker & McKenzie LLP
452 Fifth Avenue
New York, NY 10018
Telephone: 212-626-4695
Facsimile: 212-310-1695
Email: blaire.cahn@bakermckenzie.com

*Proposed Counsel for the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re: Chapter 11

MERCON BRASIL COMÉRCIO DE CAFÉ LTDA., Case No.

Debtor.

_____ /

CORPORATE OWNERSHIP STATEMENT

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are the corporations, other than a governmental unit, that directly own 10% or more of any class of the above-captioned debtor's equity interest:

Mercon B.V.

100% Owner

<p>Fill in this information to identify the case</p> <p>Debtor name <u>Mercon Coffee Corporation</u></p> <p>United States Bankruptcy Court for the: <u>Southern</u> District of <u>New York</u></p> <p>Case number (If known): _____</p>
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g Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1. Stichting andgreen.fund (&Green) Basisweg 10, 1043AP, Amsterdam, The Netherlands	Johnny Brom +31 (0)70 744 8884 brom@sailventures.com	Subordinated Loan				\$20,000,000
2. Crowdout Capital LLC 812 San Antonio St Suite 105 Austin, TX 78701	Adam R. Weber 512.538.1883 aweber@crowdoutcapital.com	Subordinated Loan				\$20,000,000
3. LaFise Nicaragua Centro Financiero LAFISE, Km. 5 1/2 Carretera Masaya Codigo Postal 14187 Managua, Nicaragua	Manuel Jerez (505) 2255-8888 Ext. 4244. mjerez@lafise.com	Bank Loan				\$19,490,776
4. London Forfaiting 15 Austin Friars London, EC2N 2HE United Kingdom	Carlos Lunardini (+1) 212 377-2016 Carlos.Lunardini@forfaiting.com	Bank Loan				\$13,000,000
5. Banco Agromercantil 7a. Avenida 7-30 Zona 9 Codigo Postal 01009 Ciudad de Guatemala Guatemala	Felipe Alfonso Galvez Berganza +502 2338- 6565 Ext.: 97691 felipe.galvez@bam.com.gt	Bank Loan				\$9,000,000
6. Nederlandse Financierings- Maatschappij voor Ontwikkelingslanden N.V. (FMO) Anna van Saksenlaan 71 I.P.O. Box 93060 2509 AB The Hague The Netherlands	Anton Timpers +31 (0)70 314 9778 a.timpers@fmo.nl	Subordinated Loan				\$5,000,000

Debtor Mercon Coffee Corporation
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
7. Common Fund For Commodities Rietlandpark 301 1019 DW Amsterdam Netherlands	Ms. Tia Sudjarwo 0031 20 5754967 tia.sudjarwo@common-fund.org	Bank Loan				\$4,000,000
8. Banco Internacional de Costa Rica Avenida Balboa y Calle Aquilino De La Guardia Código Postal: 081607810 Ciudad de Panamá Panamá	Karla Castillo - Ejecutivo Corporativo +505 8884-2096 kcastillo@bicsa.com	Bank Loan				\$3,500,000
9. Banco Safra S.A. Av. Paulista 2100 6 Andar Sao Paulo Zip Code 01310-930	Thiago de Castro Santos 55 11 2472-4133 castro.thiago@safra.com.br	Bank Loan				\$3,246,500
10. BAC Panama Calle Aquilino De La Guardia Edificio BAC Credomatic Código Postal: 081906536 Ciudad de Panamá Panamá.	Ramiro Jesus Aguilar Ochoa (507) 6151-8196, (507) 6439-5496 RamiroAguilarO@pa.bac.net	Bank Loan				\$3,000,000
11. BAC Nicaragua Centro Financiero BAC Km 4 1/2 Carretera a Masaya Código Postal 14125 Managua, Nicaragua	Myriam Caldera Gurdian (505) 2274-4444. (505) 8871 1314 mcaldera@baccredomatic.ni	Bank Loan				\$2,000,000
12. Banco de Finanzas S.A. Centro Corporativo BDF Del Club Terraza 440m. al este Código Postal 14114 Managua, Nicaragua	Maria Felicia Otero Castilblanco +(505) 2276-8600 Ext 2075 +(505) 8720-1129 maria.otero@bdfnet.com	Bank Loan				\$2,000,000
13. Zenith Group Advisors 445 Park Avenue 9th Floor New York, NY 10022	Cole Reifler - 310 382 0211 creifler@zenithgroupadvisors.com	Trade				\$1,800,000
14. Banco ABC Brasil S.A. AV. Cidade Jardim 803 20 Andar Sao Paulo/SP Zip Code 01453-000	Michelle Amorim de Araujo Cunha 55 (31) 99885-9464 michelle.cunha@abcbrasil.com.br	Bank Loan				\$1,227,524
15. Banco Santander (Brasil) S.A. Av. Pres. Juscelino Kubitschek 2041 - CJ 281, Bloco A, Cond. Wtorre JK - Vila Nova Conceição São Paulo-Sp Zip Code: 04543-011	Rafael Carvalho de Souza 55 (35) 999507388 rafael.carvalho.de.souza@santander.com.br	Bank Loan				\$807,556

Debtor Mercon Coffee Corporation
Name

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
16. Blendcoffee Comercio Exportacao E I Avenida Cerejeiras, 395 - Bairro Movelar. Linhares/ES	Julio Cesar Galon Moro (27) 99984-1250 Diretor@blendcoffee.ind.br	Trade				\$589,804
17. Expocaccer – Matriz Av Faria Pereira. Patrocinio Minas Gerais 38740-514, Brasil	Rubstein 55 34 3839-9300 rubstein@expocaccer.com.br	Trade				585,283
18. Aklilu Kassa Chirissa (Nardos Coffee Export) Akaky Kality Subcity, Woreda 05, House No. 9999, Addis Ababa, Ethiopia	Dessalegn Jena +251114667545/0298 dessalegnjena@gmail.com; info@nardoscoffee.com	Trade				350,266
19. Banapiña de Nicaragua, S.A. Oficina Asesores Legales Consortium, De donde fue el Hospital Militar, 1C. Al lago, 10 varas abajo, Managua, Nicaragua.	Carlos Taboada +505 2254-5454 ctaboada@consortiumlegal.com	Trade				\$179,124
20. Nova Safra Transportes Ltda Av. Otto Salgado, 700 Distrito Industrial Claudio Galvão De Nogueira, Varginha - MG 37026-690	Viviane Maselli Spínola 55 (35) 3222-7676 (35) 99229-3913 comercial@novasafra.com.br	Trade				\$169,570
21. Commodity Supplies AG 7975 NW 154th St Suite 200. Miami Lakes, FL 33016 United States	Kornelia Tiede +1 305-207-2954 kornelia.tiede@commodity.ch	Trade				\$146,322
22. Kerchanshe Trading plc 6th Floor, Africa Insurance Building, South African Street P.O. Box 19891 Addis Ababa, Ethiopia	Yigezu Legesse +251-11-3716370/+251-96-2414141 info@kerchanshe.com	Trade				143,519
23. Revolucao Transportes Ltda F Alameda Do Cafe, 195 - Jardim Andere - Varginha/ MG - Zip Code: 37026-400	Lincoln Moreira Gabriel 55 (35) 3015-2706 (33) 99921-9561 lincoln.gabriel@revolucaotransportes.com.br	Trade				\$134,080
24. Jorge Luiz Maiolini Faz Cruz De Moisés, S/N, Zona Rural, Eloi Mendes - Mg. Zip Code: 31110-000	Jorge Luiz Maiolini (35) 99988-2522	Trade				\$129,326

Debtor Mercon Coffee Corporation
Name

Case number (if known) _____

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
25.	Detech Coffee To dan pho Thap, Phuong Di Su, Thi xa My Hao, Tinh Hung Yen, Vietnam	Mr. Sinh - To dan pho Thap, Phuong Di Su, Thi xa My Hao, Tinh Hung Yen, Vietnam Mr Sinh - 0221 730 6688 sinh@detechcoffee.com	Trade				\$111,386
26.	M&M Cafe Ltda Avenida Melo Viana, 604. Manhuaçu, Minas Gerais 36902-290	M&M Cafe Ltda 55 33 3331-1879 escritaservicoscontabeis@gmail.com; mbr.voucher@merconcorp.com	Trade				\$106,603
27.	Agroindustrias Unidas de México S.A. de C.V. (AMSA) Bosques de Alisos No 45-A 2do piso, Bosques las Lomas, Ciudad de México, DF, México.	Alfredo Bojalil +52 55 52576500 alfredo.bojalil@ecomtrading.com	Trade				\$86,321
28.	Revolucao Transportes Ltda BA Rua Maximo Matos, 6 SL1. Encruzilhada, Bahia 45150-000	Lucas Moreira 55 3333316736 lucas.gabriel@revolucaotransportes.com.br	Trade				\$83,010
29.	Federacion Nacional de Cafeteros de Colombia Calle 73 Numero 8- 13, Bogotá, Colombia	Germán Bahamón 31367003136600/3137317 german.bahamon@cafedecolombia.com	Trade				\$81,991
30.	Finca Churupampa Perú S.A.C. Cal Chinchipe SN Centro Chirinos. San Ignacio, Perú	Finca Churupampa Perú S.A.C. +51 949 605 978 contacto@fincachurupampa.com	Trade				\$75,905

Fill in this information to identify the case and this filing:

Debtor Name Mercon Brasil Comércio de Café Ltda.
United States Bankruptcy Court for the: Southern District of New York
(State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

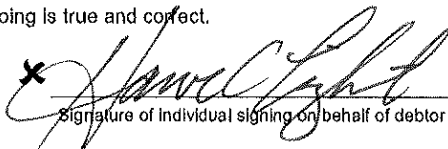
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement and List of Equity Security Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/06/2023
MM / DD / YYYY


Signature of individual signing on behalf of debtor

Harve Light
Printed name

Chief Restructuring Officer
Position or relationship to debtor

**WRITTEN RESOLUTION OF THE
QUOTAHOLDERS OF
MERCON BRASIL COMÉRCIO DE
CAFÉ LTDA.**

**CNPJ No. 16.921.431/0001-20
NIRE 31.210.053.645**

Date and Time: November 22, 2023 at
11h00.

Place: head office of **MERCON BRASIL
COMÉRCIO DE CAFÉ LTDA.** (the
“**Company**”), at Alameda do Café, 209, 1st
floor, suites 101 and 102, Jardim Andere, Zip
Code 37026-400, in the City of Varginha,
State of Minas Gerais.

Call: The call formalities are waived in view
of the presence of 100% of the Company’s
quotaholders pursuant to the provisions of
Article 1072, Paragraph 2, of Law 10,406, of
January 10, 2002.

Attendance: Quotaholders representing the
totality of the Company's corporate capital, as
follows (“**Quotaholders**”):

**I. MERCAFE TRADING
MANAGEMENT CORP.,** a company
organized and existing in accordance with the
laws of Panama, with head office at Calle 53
Este. Marabella, Tower Swiss Bank, 2nd
floor, Panama, enrolled with the Corporate
Taxpayers' Registration (“**CNPJ**”) under No.
15.569.210/0001-72, herein represented by
its attorney-in-fact, [REDACTED]
[REDACTED] a Brazilian citizen, married,
lawyer, bearer of the Identity Card “**RG**” No.
[REDACTED] enrolled with the
Individual Taxpayers' Registration (“**CPF**”)
under No. [REDACTED] with office at
[REDACTED]

**RESOLUÇÃO DAS SÓCIAS DA
MERCON BRASIL COMÉRCIO DE
CAFÉ LTDA.**

**CNPJ/MF nº 16.921.431/0001-20
NIRE 31.210.053.645**

Data e Horário: 22 de novembro de 2023 às
11h00.

Local: sede social da **MERCON BRASIL
COMÉRCIO DE CAFÉ LTDA.**
 (“**Sociedade**”), na Alameda do Café, 209, 1^o
andar, salas 101 e 102, Jardim Andere, CEP
37026-400, na Cidade de Varginha, Estado
de Minas Gerais.

Convocação: Ficam dispensadas as
formalidades de convocação em virtude da
presença de 100% das sócias da Sociedade,
conforme faculta o Artigo 1.072, §2º da Lei
nº 10.406, de 10 de janeiro de 2002.

Presença: Sócias representando a totalidade
do capital social da Sociedade, a dizer
 (“**Sócias**”):

**I. MERCAFE TRADING
MANAGEMENT CORP.,** uma sociedade
constituída e existente de acordo com as leis
do Panamá com sede em Calle 53 Este.
Marabella, Torre Swiss Bank, 2º Piso,
Panamá inscrita no CNPJ sob o nº
15.569.210/0001-72, neste ato representada
por seu procurador, [REDACTED]
[REDACTED] brasileiro, casado, advogado,
portador da Cédula de Identidade “**RG**”
[REDACTED] inscrito no CPF sob
[REDACTED] com escritório na
[REDACTED]

II. MERCON B.V., a company organized and existing in accordance with the laws of the Netherlands, with head office at De Ruijterkade 142, 11011AC, Amsterdam, Netherlands, enrolled with the CNPJ under No. 26.119.218/0001-53, herein represented by its attorney-in-fact, [REDACTED] identified above.

Agenda: Deliberate on (a) the filing of the Company's petition in the United States Bankruptcy Court for the Southern District of New York (the "**Court**") seeking relief under Chapter 11, title 11 of the United States Bankruptcy Code (the "**Chapter 11 Filing**"); and (b) authorization to the officer and/or attorney-in-fact of the Company (each an "**Authorized Officer**") to perform any acts, verify and execute any documents required on behalf of the Company for the Chapter 11 Filing, including credit and financing documents and their amendments; (c) granting of a power of attorney by the Company to Mr. Harve Light; (d) to retain attorneys, accountants and other professionals and service providers to assist with the Chapter 11 Filing; and (e) ratify any act performed by the officer and/or attorney-in-fact of the Company regarding the above..

Decisions taken by unanimous votes: The Quotaholders have reviewed and considered the circumstances of the Company, including its current and future liabilities and strategic alternatives, and decided, by unanimous votes and without restrictions: (a) to approve the Chapter 11 Filing; (b) to authorize the Authorized Officers to take all steps and implement all the acts necessary or advisable for the Chapter 11 Filing, including to: (i) negotiate, execute, deliver and perform any credit agreements which the Company is a party ("**Credit Agreements**"), (ii) negotiate, execute, deliver and perform any and all

II. MERCON B.V., uma sociedade constituída e existente de acordo com as leis dos Países Baixos, com sede em De Ruijterkade 142, 11011AC, Amsterdã, Países Baixos, inscrita no CNPJ sob o nº 26.119.218/0001-53, neste ato representada por seu procurador, [REDACTED] acima qualificado.

Ordem do dia: Deliberar sobre (a) o ajuizamento da petição perante à Corte Norte-Americana de Falências do Distrito do Sul de Nova York ("**Corte**") para pleitear as medidas indicadas no Capítulo 11, título 11 do Código de Falências Norte-Americano ("**Processo do Capítulo 11**"); e (b) a autorização para que o diretor e/ou procurador da Sociedade (cada um destes, um "**Administrador Autorizado**") realize quaisquer atos, verifique e assine quaisquer documentos necessários em nome da Sociedade para a implementação do Processo do Capítulo 11, incluindo documentos de crédito e financiamento; (c) a outorga de procuração pela Sociedade ao Sr. Harve Light; (d) a contratar advogados, profissionais contábeis e demais prestadores de serviços para auxiliar no Processo do Capítulo 11 e (e) ratificar quaisquer atos praticados pelo diretor e/ou procurador da Sociedade com relação aos itens (acima).

Deliberações tomadas por unanimidade dos votos: As Sócias revisaram e consideraram as atuais circunstâncias da Sociedade, incluindo as futuras obrigações, estratégias e alternativas e decidem por unanimidade e sem restrições: (a) aprovar o ajuizamento do Processo do Capítulo 11; e (b) autorizar os Administradores Autorizados a tomar todos os passos necessários ou recomendáveis para dar início ao Processo do Capítulo 11, incluindo: (i) negociar, assinar, entregar e executar quaisquer contratos de crédito que a Sociedade seja parte ("**Contratos de Crédito**"), (ii) negociar,

agreements or instruments on behalf of the Company in relation to the Chapter 11 Filing, including notes, security agreements, guarantees and fee letters (together with the Credit Agreements, the **“Financing Documents”**), as well as to amend, supplement and change such Financing Documents as the Authorized Office deems necessary, proper or desirable; and (iii) to do or cause to be done all such acts or things and to execute and deliver or file, or cause to be executed delivered or filed, under seal or otherwise, including before governmental and regulatory authorities, acknowledgments, affidavits, powers of attorney, agreements, certificates, documents, filings, instruments, letters, notices, recordings, statements, transactions, waivers or undertakings (including, without limitation, any and all certificates and notices required to be given or made under the terms, conditions or provisions of any of the agreements, documents or instruments executed therewith), in the name and on behalf of the Company required for the effectuation of the Chapter 11 Filing; (c) to authorize the granting of a power of attorney to Mr. Harve Light, with the term of validity as set forth in his engagement letter or, if earlier revoked, and with powers to act on behalf of the Company in any judicial or other proceedings in any foreign country and to act in any way permitted by applicable foreign law, including, but not limited to (i) commencing a Wet Homologatie Onderhands Akkoord in the Netherlands, (ii) seeking recognition of the chapter 11 case of the Company in Brazil, and (iii) commencing a plenary insolvency proceeding or seeking recognition in an ancillary insolvency proceeding in any foreign country in any way permitted by applicable foreign law; and (d) to authorize the Authorized Officers to retain, on behalf of the Company, Baker & McKenzie LLP, Riveron Consulting, LLC, and such other attorneys, investment bankers,

assinar, entregar e executar todo e qualquer contrato ou documento em nome da Sociedade relacionada ao Processo do Capítulo 11, incluindo notas de crédito, instrumentos de constituição de garantias e contratos com instituições financeiras (juntamente com os Contratos de Crédito, os **“Operações Financeiras”**), bem como aditar, complementar e alterar os documentos das Operações Financeiras conforme o Administrador Autorizado considere necessário, adequado ou desejável; e (iii) realizar, ou fazer com que sejam realizados todos esses atos ou coisas e assinar e entregar ou protocolar, ou fazer com que sejam assinados e entregues ou protocolados, sob selo ou de outra forma, incluindo perante órgãos e entidades regulatórias e governamentais, reconhecimentos, declarações juramentadas, procurações, contratos, certificados, documentos, arquivamentos, instrumentos, cartas, avisos, gravações, declarações, transações, renúncias ou compromissos (incluindo, entre outros, todas e quaisquer certidões e notificações que devam ser entregues ou realizadas de acordo com os termos, condições ou disposições de qualquer um dos contratos, documentos ou instrumentos firmados), em nome e por conta da Sociedade para a implementação do Processo do Capítulo 11; (c) autorizar a outorga de uma procuração com poderes específicos ao Sr. Harve Light, por prazo estabelecido em sua carta de compromisso, ou caso antes seja revogada, com poderes para agir em nome da Sociedade em qualquer processo judicial ou outro procedimento em qualquer país estrangeiro e a agir de qualquer maneira permitida pela legislação estrangeira aplicável, incluindo, mas não se limitando a (i) iniciar um Acordo de Homologação Sobrevivente nos Países Baixos, (ii) buscar o reconhecimento do caso de capítulo 11 da Sociedade no Brasil e (iii) iniciar um processo de insolvência plenária ou buscar o reconhecimento em um processo de

accountants, financial advisors, claims and noticing agents, and other professionals or service providers to assist in the Chapter 11 Filing on such terms as are deemed necessary, proper, or desirable by the Authorized Officers.

The Quotaholders also authorize the Company's officer to take all measures necessary to carry out the resolutions approved herein. Under the terms of the legislation in force, the transcription of this minutes of the Quotaholders' meeting in a specific book is waived.

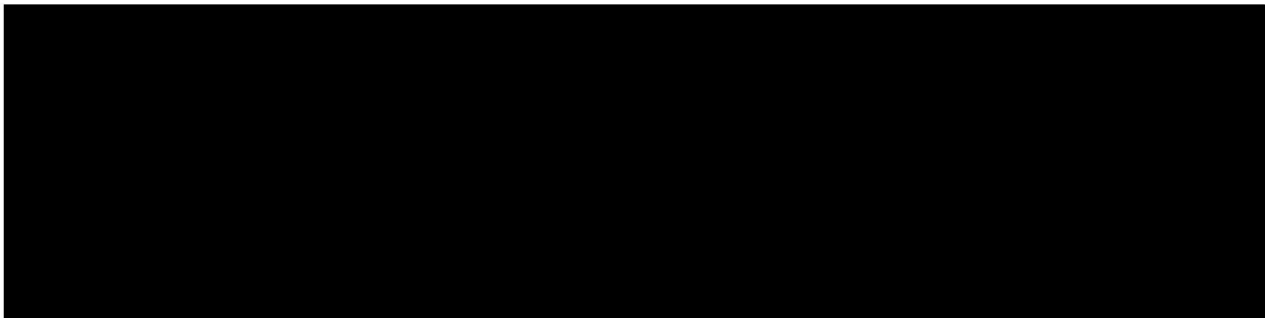
Reading of the Minutes: There being no further matters to be discussed, the meeting was closed, these minutes were read, approved and signed in three (3) originals of equal content.

insolvência subsidiário em qualquer país estrangeiro de qualquer maneira permitida pela legislação estrangeira aplicável; (d) autorizar os Administradores Autorizados a contratarem Baker & McKenzie LLP, Riveron Consulting, LLC, e outros advogados, bancos de investimentos, contadores, consultores financeiros, agentes de notificação e de demanda, e outros profissionais ou prestadores de serviços para auxiliar no Processo do Capítulo 11 conforme o Administrador Autorizado considere necessário, adequado ou desejável.

Por fim, as Sócias autorizam o administrador da Sociedade a tomar todas as medidas necessárias para efetivar as deliberações ora aprovadas. Fica dispensada, nos termos da legislação vigente, a lavratura da presente ata de reunião de sócias em livro próprio.

Leitura da Ata: Nada mais havendo para ser tratado, foi encerrada a reunião, lida a presente Ata, aprovada e devidamente assinada em 3 (três) vias originais de igual teor.

Quotaholders / Sócios:



POWER OF ATTORNEY

Varginha-MG 5 de dezembro, 2023

By this private instrument of power of attorney, **Mercon Brasil Comércio e Café Ltda.** (the “Grantor”), with principal offices in this Alameda do Café, 209, 1st floor, suites 101 and 102, Jardim Andere, Zip Code 37026-400, in the City of Varginha, State of Minas Gerais, registered with the General Taxpayers’ Registry (“CNPJ”) under No. 16.921.431/0001-20 and with the Commercial Board of the State of Minas Gerais under NIRE 31.210.053.645, herein represented by its General Manager, [REDACTED], a Brazilian citizen, married, accountant, bearer of the Identity Card “RG” No. [REDACTED] and enrolled with Individual Taxpayer’s Registry “CPF” under No. [REDACTED], resident and domiciled at [REDACTED], [REDACTED], [REDACTED] hereby appoints and constitutes as its lawful attorney-in-fact Mr. **Harve Light**, an American citizen, married, consultant, bearer of the US passport No. [REDACTED] resident and domiciled at [REDACTED], [REDACTED] Unites States of America, (“Grantee”), with powers to, represent the Grantor actively and passively, judicially and extra-judicially, in the performance of the following acts, being able, therefore: to a) execute, dissolve, rescind, amend, novate, renew, transfer, ratify and modify contracts or agreements of any nature; b) establish and maintain relations with any legal entities or

PROCURAÇÃO

Pelo presente instrumento particular e na melhor forma de direito, **Mercon Brasil Comércio e Café Ltda.** (“Outorgante”), com sede na Alameda do Café, 209, 1º andar, salas 101 e 102, Jardim Andere, CEP 37026-400, na Cidade de Varginha, Estado de Minas Gerais, inscrita no CNPJ sob nº 16.921.431/0001-20, com contrato social registrado na Junta Comercial do Estado de Minas Gerais sob NIRE 31.210.053.645, neste ato representada por seu Gerente Geral, [REDACTED] brasileiro, casado, economista, portador da Cédula de Identidade RG nº [REDACTED] e inscrito no CPF sob nº [REDACTED], residente e domiciliado em [REDACTED], [REDACTED] neste ato nomeia e constitui seu bastante procurador o Sr. **Harve Light**, Americano, casado, consultor, portador do passaporte Americano nº [REDACTED] residente e domiciliado em [REDACTED], [REDACTED] Estados Unidos da América, (“Outorgado/a”), ao qual confere poderes para, individualmente, representar a Outorgante ativa e passivamente, judicial ou extrajudicialmente, na prática dos seguintes atos: a) celebrar, distratar, rescindir, alterar, novar, renovar, transferir, ratificar e retificar contratos e acordos de quaisquer natureza; b) estabelecer e manter as relações com quaisquer pessoas físicas ou jurídicas, representando-a perante qualquer autoridades

individuals, and represent Grantor before any national and foreign governments and any other legal entities and individuals, in order to request, file, challenge or sign any necessary documents; and c) represent the Grantor before judicial courts and arbitration chambers, in claims of any nature, as well as commence and/or reach settlements, confess, compromise, relinquish, waive, receive and give release and enter into a commitment. Therefore, to practice all acts related to or connected with the full compliance with this power of attorney, always acting according to the limits and conditions set forth in the Grantor's Articles of Organization.

This power of attorney shall remain in effect for the term defined in Mr. Harve Light engagement letter

nacionais e estrangeiras, e qualquer personalidades, civis ou jurídicas, para requerer, promover, alegar, assinar o que for mister; e c) representar a Outorgante em cortes judiciais e câmaras arbitrais, em demandas de qualquer natureza, bem como iniciar e/ou realizar acordo, confessar, reconhecer a procedência do pedido, desistir, transigir, renunciar ao direito sobre que se funda a demanda, receber, dar quitação e firmar compromisso. Enfim, praticar todos os atos conexos e consequentes ao cabal desempenho do presente mandato, sempre agindo de acordo com os limites e condições estabelecidos no Contrato Social da Outorgante.

A presente procuração será válida pelo período indicado na engagement letter do Sr. Harve Light.

